

BY-LAWS
OF THE
WARRENSBURG AREA AMATEUR RADIO CLUB INC.

ARTICLE I -- GENERAL DUTIES OF OFFICERS
Section 1. GENERAL

The *WAARC/* will be governed by an Executive Board made up of four elected officers. The Executive Board shall be responsible for the affairs of the *WAARC/* between meetings of the General Membership.

Section 2. TITLES AND RESPONSIBILITIES

- A. The PRESIDENT shall preside over all Executive Board and General Membership meetings. The President shall be responsible for the orderly conduct of business at all meetings. The President is responsible for compliance with the constitution and by-laws pertaining to the operation of the *WAARC/*. The President will be responsible for insuring that all required documents are filed with the appropriate agencies for the *WAARC/* and that they are current and up-to-date.
- B. The VICE PRESIDENT shall work closely with the President and be prepared at all times to act as President when the President is absent. The Vice President will be an official member of all committees. The Vice President will also be responsible for public relations to include dissemination of bulletins and announcements of club events and activities.
- C. The SECRETARY shall serve as the official recorder and historian for the *WAARC/*. The Secretary has charge of all papers, keeps records, makes reports, and performs duties incidental to the office of Secretary. The Secretary is a reliable source of information on all official actions, assignments, and motions that have been made at the meetings. The Secretary keeps an accurate record of all proceedings (minutes) at all *WAARC/* General Membership and Special Business meetings. The Secretary will maintain an accurate record of all *WAARC/* members. This record will include, but not be limited to, members name and status, call sign, mailing address, individual ARRL membership status, and a signed *WAARC/* membership application. The Secretary is responsible for writing and answering correspondence for the *WAARC/* at the direction of the President. The Secretary will prepare the proposed agenda or order of business for each meeting in conjunction with the President.
- D. The TREASURER shall be responsible for receiving, disbursing, and accounting for all *WAARC/* funds. The Treasurer receives, properly banks, and records all the *WAARC/* income. The Treasurer pays all duly authorized expenditures of the *WAARC/* with checks or cash. Receipts must be provided for cash payments. The Treasurer keeps detailed records of all income and expenses and at the same time

prepares whatever financial reports that are requested by either the President or Executive Board. The Treasurer will provide monthly record of currently paid members to the Secretary.

Section 3. TERM OF OFFICE

The term of office for the members of the Executive Board is one year. The term of office for each Executive Board Officer shall begin on the first day of January following the election and will end on the 31st of December of that calendar year. Any officer elected to the Executive Board may be re-elected for as many terms as the membership wishes. Any member of the Executive Board may resign at any time.

Section 4. ABSENCES & VACANCIES

- A. In case the Secretary or Treasurer are unable to attend a meeting for any reason, an Assistant Secretary or Assistant Treasurer may be appointed by the President with the concurrence of the Executive Board. The Assistant Secretary and Assistant Treasurer are not considered officers or members of the Executive Board unless they are substituting for the Secretary or Treasurer in their absence.
- B. Any vacancy occurring during a term of office will be filled by a new appointment made by the Executive Board, and approved by a majority vote of the Full Members present at the next General Membership meeting.

ARTICLE II -- ELECTION AND VOTING

Section 1. ELECTIONS

All members of the Executive Board will be elected to office at the regularly scheduled General Membership meeting in November of each year. Notice of the election must be announced on the *WAARC/Net* and any written instrument of the club at least one month prior to voting. The announcement will be made again at the regularly scheduled *WAARC/* General Membership meeting in October and nominations will be accepted from the floor for the four Executive Board offices. Persons nominated to any Executive Board office must be Full Members in good standing at the time of the nomination and, if elected, for the entire period of the elected term. Consent of any nominees must be obtained before their names can be considered for nomination.

Section 2. VOTING IN ELECTIONS

- A. Only Full Members are eligible to vote in elections for Executive Board officers.
- B. A minimum of 2 full members not nominated to a Executive Board position will be appointed as election officials to count the ballots.
- C. All voting shall be done by secret ballot. It is not imperative that nominees be present during voting as long as their consent has been obtained. Members unable to attend the November General Membership meeting may leave an absentee ballot in a signed, sealed, envelope with any *WAARCI* Executive Board officer or mail it to the official *WAARCI* address prior to the meeting.
- D. An absentee ballot vote will be processed as a secret ballot. A write in for a board position will be accepted, with their consent, and added to the nominees when the position is opened at the November election. At that time the election officials will open the absentee ballots to add any write-ins.
- E. The nominee receiving the majority of votes from the secret ballot election for a particular office shall be elected to that office. Elections for Executive Board offices will be conducted in the following order: President, Vice President, Secretary, and Treasurer. After an election for an office has been determined, the floor will be opened for further nominations for the next office to be voted on.

Section 3. VOTING ON BUSINESS

- A. All matters which concern the operation or business of the *WAARCI* will be voted on and will be considered passed by a majority vote of the Executive Board members present at any Executive Board meeting and the results thereof will be announced at the next General Membership meeting.
- B. All *WAARCI* expenditures over \$100.00 must be approved by a majority vote of the Executive Board.

Section 4. VOTING ON PROCEDURES

- A. When situations arise at a *WAARCI* meeting that cannot be first resolved in the normal manner prescribed in the constitution or by-laws, the situation shall be resolved by a ruling of the Executive Board officer presiding over the meeting, which may be reversed on motion by a two-thirds affirmative vote of the Full Members present at the meeting.
- B. In situations not specifically covered by the constitution or by-laws, the rules contained in *Robert's Rules of Order* shall govern the *WAARCI* meetings in all cases to which such rules are applicable.

ARTICLE III -- DUES OR FEES

Section 1. ANNUAL DUES ASSESSMENT

Full and Associate Members are required to pay dues annually (January 1 through December 31). Dues are payable in advance. Full and Associate Family Memberships are available for family members residing in the same household. Rates for all dues will be determined by the Executive Board and approved by a two-thirds affirmative vote of the Full Members present at a General Membership meeting. Initial dues will be prorated for the number of full calendar months remaining in the year.

Section 2. LIFE MEMBERSHIP FEES

Anyone wishing to become a Life Member must pay a one-time Life Membership Fee. Family Life Memberships are available for family members who reside in the same household. Fees will be determined by the Executive Board and approved by two-thirds affirmative vote of Full Members present at a General Membership meeting.

ARTICLE IV -- STANDING COMMITTEES

Section 1. APPOINTMENT OF COMMITTEES

- A. The WAARCI will not establish any standing committees. Whenever a committee is needed for a particular reason, the President may appoint a committee to perform the task as required and will be an ex officio member of that committee. The President may terminate any committee when its purpose has been accomplished.
- B. The President will appoint a chairman to the Repeater Committee. It is the responsibility of this chairman to select associated members for a committee.

ARTICLE V -- FINANCES AND TAXES

Section 1. EXPENDITURES AND AUDITS

- A. Moneys received by the *WAARCI* shall be expended in accordance with the will of the *WAARCI* members in keeping with the purpose and objectives of the *WAARCI* and within the provisions of the constitution. The President may additionally authorize expenditures of up to \$25.00 per month for *WAARCI* projects without prior approval from the membership or Executive Board.
- B. The members of the *WAARCI*, and in particular the Treasurer, are responsible for custodianship of all fund assets; the accounting thereof; and the authorized expenditures of all moneys received into or generated from the fund. The Treasurer will maintain an accurate record of all *WAARCI* financial transactions. An internal audit will be conducted at least annually and/or upon a change in the position of the Secretary or Treasurer and will be carried out by a person not serving on the Executive Board. This person will be a disinterested individual appointed by the Executive Board with the approval of the membership and will present a report to the membership at the next General Membership meeting following the audit. The audit will include at least: 1) A thorough check to insure that all transactions are recorded and properly documented and that accounts are currently posted; 2) a count of all cash on hand, reconciliation of bank statements, test of check accounts payable, and other liabilities, and an inventory of all *WAARCI* owned property.

Section 2. CHECKING ACCOUNT

A checking account with a local bank is authorized in the name of the *WAARCI*. Checks up to and including Two Hundred and Fifty Dollars (\$250.00) may be signed by either the Treasurer, President, or Vice President. Checks in excess of Two Hundred and Fifty Dollars must be signed by any two of the four *WAARCI* officers. The *WAARCI* checkbook will normally be in the possession of the Treasurer. The Treasurer shall normally issue and write all checks against the *WAARCI* account. Cash on hand may be maintained by the Treasurer for payment of small expenses. The amount of cash on hand at any particular time will be left to the discretion of the Executive Board.

ARTICLE VI -- INSURANCE COVERAGE

Section 1. LIABILITY INSURANCE

WAARCI will maintain liability insurance in the amount of one million dollars (\$1,000,000) each occurrence and two million dollars (\$2,000,000) general aggregate.

ARTICLE VII -- OPERATION LIMITATIONS

Section 1. INTERNAL REVENUE CODE

Notwithstanding any other provisions of these articles, the *WAARCI* shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

Section 2. INUREMENT OF INCOME

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its members, directors, officers, or other private persons except that the *WAARCI* shall be authorized and empowered to pay reasonable compensation for services rendered.

Section 3. KNOWN ANNUAL FEES AND FINANCIAL ASSESSMENTS

- A. Post Office Box Fees shall be paid annually.
- B. An annual report listing *WAARCI* officers and directors and an incorporation fee is due annually to the Office of the Secretary of State.
- C. Insurance fees, if any, shall be paid annually.
- D. Domain registration and web hosting fees

ARTICLE VIII – CITATIONS/LETTERS OF APPRECIATION/AWARDS/GIFTS

Section 1. CITATIONS/LETTERS OF APPRECIATION/AWARDS

The *WAARCI* may present citations, letters of appreciation, awards, and other recognition, as deemed appropriate by the Executive Board, at any club activity, to those members who make significant contributions to *WAARCI*, amateur radio and/or the community.

Section 2. GIFTS

Donations may be accepted as gifts or door prizes and distributed in the name of the *WAARCI*.

REVIEW AND APPROVAL:

President, *WAARCI*
Stephen Sisco

Treasurer, *WAARCI*
Katie Pautz

Vice President, *WAARCI*
Gary Montemarano

Secretary, *WAARCI*
Sheri Sisco

December 31, 2009
Amended Date